

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND**

PLUMBERS LOCAL NO. 98 DEFINED BENEFIT)	
PENSION FUND, on behalf itself and all others)	
similarly situated,)	
)	
Plaintiff,)	
)	
vs.)	C.A. No. 09-cv-02337-AW
)	
COVENTRY HEALTH CARE, INC., DALE B.)	
WOLF, SHAWN M. GUERTIN, and JOHN J.)	
RUHLMAN,)	
)	
Defendants.)	

**DECLARATION OF TIMOTHY J. MACFALL
IN SUPPORT OF COUNTY OF YORK EMPLOYEES
RETIREMENT PLAN'S MOTION FOR APPOINTMENT AS
LEAD PLAINTIFF AND APPROVAL OF SELECTION OF COUNSEL**

I, Timothy J. MacFall, hereby declare as follows:

1. I am over 18 years of age and am competent to testify to the matters and facts set forth herein.
2. I am a partner in the law firm of Rigrodsky & Long, P.A. and counsel for lead plaintiff movant, the County of York Employees Retirement Plan ("York County"). I submit this Declaration in support of York County's motion to be appointed as Lead Plaintiff and for approval of its selection of Lead and Liaison Counsel.
3. Attached hereto as Exhibit A is a true and correct copy of the notice, published by plaintiff in the action styled as *Plumbers Local No. 98 Defined Benefit Pension Fund v. Coventry Health Care, Inc., et al.*, C.A. No. 09-cv-02337-AW (D. Md.), on *Business Wire*, a business-oriented, national newswire service, on September 3, 2009.

4. Attached hereto as Exhibit B is a true and correct copy of York County's sworn Certification.

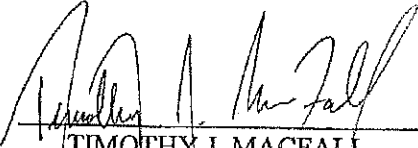
5. Attached hereto as Exhibit C is a true and correct copy of a loss chart demonstrating York County's estimated losses in connection with its investments in Coventry Health Care, Inc.

6. Attached hereto as Exhibit D is a true and correct copy of the firm résumé of Rigrinsky & Long, P.A.

7. Attached hereto as Exhibit E is a true and correct copy of the firm résumé of Cohen, Placitella & Roth, P.C.

8. Attached hereto as Exhibit F is a true and correct copy of the firm résumé of Goldman & Minton, P.C.

I declare under the penalty of perjury that the foregoing is true and correct. Executed on this 2nd day of November, 2009.


TIMOTHY J. MACFALL